

State of Alabama

000008

Montgomery County

**AGREEMENT NOT TO COMPETE**

Comes, John Buster Walker, II, Grady Dowling Kittrell, and Thomas Going Clark, III, being all the stockholders of the Alabama Corporation U.S. Beverage and for good and valuable consideration, in the amount of Ten Dollars and other valuable consideration the receipt of which is acknowledged do hereby agree, bargain, covenant and contract with each other and U.S.

Beverage as follows:

The above persons are the key employees of U. S. Beverage. They have extensive knowledge of its business, customers, customer lists, potential customers, product pricing, profit margins and manner of conducting business. In the event such a person leaves U. S. Beverage, if they were to enter a competing business, that would have a serious detrimental affect upon U. S. Beverage. This agreement reflects a desire by all parties to avoid that problem.

In the event a stockholder of U.S. Beverage for any reason leaves the employ of U.S. Beverage, then that person shall not work in a competing business for a period of three years from the date they left U.S. Beverage employment, within a geographical range of 200 miles of Montgomery, Alabama..

